

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
155 North Wacker Drive
Chicago, Illinois 60606-1720
(312) 407-0700

Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**DEBTORS' MOTION FOR AND MEMORANDUM OF LAW IN SUPPORT OF
SUMMARY JUDGMENT ON THIRTY-FIRST OMNIBUS OBJECTION TO
CLAIMS (DISALLOWANCE OF CERTAIN LEGAL CLAIMS) WITH
RESPECT TO THE CLAIM OF FRANKLIN SPENCER WILSON**

The debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")¹, pursuant to sections 105, 502 and 503 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 2002, 3007, 7056, 9007 and 9014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 56 of the Federal Rules of Civil Procedure (the "Civil Rules"), submit this motion for summary judgment (the "Motion") on the Objection² (as defined herein) with respect to the Claim (as defined herein) of Franklin Spencer Wilson (the "Claimant"). In support of the Motion, the Debtors respectfully represent as follows:

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), PRAHS, INC. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. The address for the Debtors is 4951 Lake Brook Drive, Suite #500, Glen Allen, VA 23060.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

PROCEDURAL BACKGROUND

1. On June 11, 2009, the Claimant filed claim number 13340 (the "Claim"), a copy of which is attached as Exhibit B, seeking an administrative expense in the amount of \$10 million. In the Claim, the Claimant alleges that, prior to the Petition Date, the Debtors took actions that disrupted the resale business he conducted through eBay.

2. On August 20, 2009, the Debtors filed their Thirty-First Omnibus Objection to Claims (Disallowance of Certain Legal Claims) (D.I. 4585; the "Objection"). By the Objection, the Debtors seek to disallow certain claims, including the Claim.

3. On September 15, 2009, the Claimant filed a response (D.I. 4963; the "Response") to the Objection. Because the Claimant filed the Response, the Objection was adjourned as to the Claimant and a status conference is currently scheduled for March 18, 2010.

4. The Debtors hereby supplement the Objection and seek to reclassify the Claim to a general unsecured, non-priority claim and, simultaneously, disallow the Claim as late filed.

STATEMENT OF MATERIAL FACTS

The following material facts are not in dispute:

A. The Claimant's Pre-Petition Complaint.

5. On June 27, 2007, the Claimant filed a civil complaint in the United States District Court for the Southern District of New York, a copy of which is attached hereto as Exhibit C (the "Complaint"). See Wilson v. Circuit City, Case No. 08-cv-00285 (KRW) (S.D.N.Y. Jan. 14, 2008) (D.I. 1).

6. As set forth in the Complaint, the Claimant alleged that Circuit City damaged his computer and caused the Claimant damages of \$10 million. Id. at p. 3. Specifically, the Claimant alleges that "[a] few days prior to April 2, 2007, [he] brought his [computer] to Circuit City's computer technical services and repair" and that when he picked up his computer it was no longer working. Complaint at pp. 1-2.

7. On March 6, 2008, the Claimant filed an amended complaint, a copy of which is attached hereto as Exhibit D (the "Amended Complaint"), which listed the "date and approximate time [] the events giving rise to

[his] claim occur" as April 9, 2007. Wilson, Case No. 08-cv-00285 (S.D.N.Y. Mar. 6, 2008) (D.I. 4).

8. On January 14, 2009, the Amended Complaint was dismissed for failure to allege any facts to support a finding that the amount in controversy meets the jurisdictional amount of \$75,000. See Wilson, Case No. 08-cv-00285 (S.D.N.Y. Jan. 14, 2009) (D.I. 8).

B. The Debtors' Schedules And The General Bar Date.

9. On November 10, 2008 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of title 11, United States Code (the "Bankruptcy Code").

10. On December 19, 2008, the Debtors filed the Schedules of Assets and Liabilities re: Circuit City Stores, Inc.

11. The Claimant was listed on Circuit City Stores, Inc. Schedule F (D.I. 1130) as a potential creditor holding a contingent, disputed and unliquidated claim.

12. On December 10, 2008, this Court entered that certain Order Pursuant to Bankruptcy Code Sections 105 and 502 and Bankruptcy Rules 2002, 3003(c)(3), and

9007 (I) Setting General Bar Date and Procedures for Filing Proofs of Claim; and (II) Approving Form and Manner of Notice Thereof (D.I. 890; the "Claims Bar Date Order"), which set 5:00 p.m. (Pacific) on January 30, 2009 as the deadline for filing all "claims" (as defined in 11 U.S.C. § 105(5)) arising before November 10, 2008 against the Debtors by any non-governmental entity (the "General Bar Date").

13. On or about December 19, 2008, KCC served a copy of the Claims Bar Date Notice on the Claimant. See Affidavit of Service of Evan Gershbein re: 1) Notice of Deadline for Filing Proofs of Claim and Proof of Claim Form [D.I. 966]; and 2) Notice of Commencement of Chapter 11 Bankruptcy Cases, Meeting of Creditors and Fixing of Certain Dates [D.I. 967], at p. 4311 (D.I. 1314)

C. Administrative Bar Date.

14. On May 15, 2009, this Court entered that certain Order Pursuant to Bankruptcy Code Sections 105 and 503 and Bankruptcy Rules 2002 and 9007 (I) Setting Administrative Bar Date and Procedures for Filing and Objecting to Administrative Expense Request and (II)

Approving Form and Manner of Notice Thereof (D.I. 3354; the "Administrative Bar Date Order"), which set 5:00 p.m. (Pacific) on April 30, 2009 as the deadline for filing all administrative expense requests arising before on June 30, 2009 (the "Administrative Bar Date").

15. On May 15, 2009, KCC served a copy of the Administrative Expense Bar Date Notice on the Claimant. Affidavit of Service of Isidro Panizales re: Documents Served on May 15, 2009 [D.I.s 3354, 3355, 3356, 3357, 3358, and 3359], at p. 5108. (D.I. 3397).

D. The Claim.

16. The Claimant did not file a proof of claim on or prior to the General Bar Date.

17. In connection with the Administrative Bar Date, the Claimant filed the Claim.

18. The Claim does not allege any post-petition transaction with any of the Debtors.

19. The Claim does not allege any benefit to the Debtors' estates.

20. In fact, the Claim is based on the same conduct alleged in the Complaint and the Amended Complaint.

21. The Claim was filed on account of conduct that occurred prior to the Petition Date. Specifically, the Claimant states that "[Claimant] filed [his] claim against Circuit City no less than two years before they filed for bankruptcy. Claim at ¶ 5.

ARGUMENT

22. The Claim was asserted as an administrative expense for disruption of the Claimant's eBay business. As set forth herein, however, the Claim arose prior to the Petition Date. Moreover, the Claim was filed after the General Bar Date. Accordingly, rather than reclassify the Claim from an administrative claim to a general unsecured claim and thereafter disallow the Claim as late, the Claim should be disallowed in its entirety.

I. STANDARD FOR SUMMARY JUDGMENT.

23. Under section 502(a), a party in interest, including the debtor, may object to claims. See 11 U.S.C. § 502(a). In turn, Bankruptcy Rule 3007(a) provides that such objection must be in writing and filed with the Court. Fed. R. Bankr. P. 3007(a).

24. Claim objections are contested matters pursuant to Bankruptcy Rule 9014. In re IBIS Corp., 272 B.R. 883, 893 (Bankr. E.D. Va. 2001) ("Objections to proofs of claims are contested matters governed by Fed. R. Bankr. P. 9014."). As in the case of all other contested matters, Bankruptcy Rule 7056, which incorporates Civil Rule 56, applies to claim objections. See Fed. R. Bankr. P. 9014(c).

25. Pursuant to Civil Rule 56(b), "[a] party against whom relief is sought may move at any time, with or without supportive affidavits, for summary judgment on all or part of the claim." Fed. R. Civ. P. 56(b). "Summary judgment is appropriate if there is no genuine issue as to any material fact and the moving party is entitled to judgment as a matter of law." In re US Airways, Inc., No. 1:06CV539, 2006 WL 2992495, at *4 (E.D. Va. 2006) (citing Celotex Corp. v. Catrett, 477 U.S. 317, 322-23 (1985)).

26. The United States Supreme Court has held that summary judgment is not a disfavored procedural shortcut, but rather an integral part of the Civil Rules as a whole, which are designed "to secure the just,

speedy and inexpensive determination of every action."

Sibley v. Lutheran Hosp. of Md., Inc., 871 F.2d 479, 483 n.9 (4th Cir. 1989) (citing Celotex, 477 U.S. at 327).

27. In this regard, a court may properly grant summary judgment when:

Although each side in its submissions has presented a different characterization of the facts . . . and has argued different conclusions which the court should draw from those facts, there is little dispute as to actual facts and no dispute of material facts relevant to the determination of the causes of action.

In re Conn. Pizza, Inc., 193 B.R. 217, 220 (Bankr. D. Md. 1996); see also Goodman v. Resolution Trust Corp., 7 F.3d 1123, 1124 (4th Cir. 1993) (finding that summary judgment is appropriately granted where there are "no relevant disputes of material fact" (emphasis added)).

II. THE CLAIM IS NOT ALLOWABLE AS AN ADMINISTRATIVE EXPENSE CLAIM BECAUSE IT DID NOT ARISE OUT OF A POST-PETITION TRANSACTION OR PROVIDE A BENEFIT TO THE DEBTORS' ESTATES.

28. As the party filing an administrative expense claim, the Claimant bears the burden of proving that its claim is entitled to administrative priority.

See, e.g., Merry-Go-Round Enterprises v. Simon Debartolo Group (In re Merry-Go-Round Enterprises), 180 F.3d 149,

157 (4th Cir. 1999) (holding that the creditor "has the burden of proving that its administrative claim . . . is an actual and necessary expense"); Ford Motor Credit Co. v. Dobbins, 35 F.3d 860, 866 (4th Cir. 1994) (same).

The Claimant has not and cannot satisfy his burden.

29. In order to determine whether a claim qualifies as an administrative expense, the Fourth Circuit has established a two-part test: "(1) the claim must arise out of a post-petition transaction between the creditor and the debtor-in-possession (or trustee) and (2) the consideration supporting the claimant's right to payment must be supplied to and beneficial to the debtor-in-possession in the operation of the business." Merry-Go-Round, 180 F.3d at 156; Stewart Foods v. Broecker (In re Stewart Foods), 64 F.3d 141, 145 n.2 (4th Cir. 1995); see also CIT Commun. Fin. Corp. v. Midway Airlines Corp. (In re Midway Airlines Corp.), 406 F.3d 229, 236 (4th Cir. 2005); In re Baseline Sports, Inc., 393 B.R. 105, 130 (Bankr. E.D. Va. 2008).

30. Here, there is no dispute that the first requirement is plainly not met. By the Claimant's own admission, the Claim arose prior to the Petition Date

because the alleged conduct -- the alleged damage to his computer -- occurred prior to the Petition Date. See Claim at ¶ 5 (stating that the Claimant filed his Claim "no less than two years before [it] filed for bankruptcy." Indeed, the Claim says nothing about any post-petition transaction with the Debtors.

31. Moreover, the Claim is based on the same alleged conduct and damages as the Complaint, which was filed on June 27, 2007 and amended on March 6, 2008. Complaint at pp. 1-3. And, in the Amended Complaint, the Claimant states that the conduct from which the damages arose occurred in April 2007. Amended Complaint at p. 3. Thus, any transaction upon which the Claim might be based arose prior to the Petition Date.

32. Similarly, the Claimant has failed to allege any facts to establish that the Claim provided a benefit to the Debtors' estates.

33. Thus, there is no dispute as to any material fact and all material facts establish that the Claim arose prior to the Petition Date, that there was no post-petition transaction with the Debtors, and there has been no benefit to the Debtors' estates.

34. Accordingly, the Claim should be reclassified to a pre-petition, general unsecured, non-priority claim.

III. AS A PRE-PETITION CLAIM, THE CLAIM SHOULD BE DISALLOWED BECAUSE IT WAS FILED AFTER THE GENERAL BAR DATE.

35. As discussed above, although the Claim was filed as an administrative expense, the Claim arose pre-petition. If the Claim was reclassified as a general unsecured claim, the Claim would be subject to disallowance because the Claimant was served with the General Bar Date Notice and the Claim was filed after the General Bar Date. Accordingly, the Debtors seek to disallow the Claim to avoid the time, expense and delay of the Debtors' and this Court's resources that would be associated with first reclassifying the Claim and then separately objecting to the reclassified Claim as late-filed..

36. Pursuant to the Claims Bar Date Order, all creditors were required to file proofs of claim for claims arising prior to the Petition Date. In that regard, the Claims Bar Date Order provides in relevant part:

Pursuant to Bankruptcy Rule 3003(c)(3), all "entities" and "persons" (as defined respectively in 11 U.S.C. § 101(15) and (41)) . . . that are creditors holding or wishing to assert "claims" (as defined in 11 U.S.C. § 101(5)) arising before the Petition Date against any of the Debtors are required to file with the Debtors' Claims Agent (as defined below), on or before 5:00 p.m. (Pacific) on January 30, 2009 (the "General Bar Date") a separate, completed, and executed proof of claim form . . . on account of any such claims

Bar Date Order, ¶¶ 2, 3, 12.

37. Any entity that was required, but failed to file a proof of claim in accordance with the Bar Date Order, was forever, barred, estopped, and enjoined from asserting a claim against the Debtors. In that regard, the Bar Date Order further provided as follows:

Any creditor that is required to file but fails to file a proof of claim for its claim . . . before the General Bar Date . . . shall be forever barred, estopped, and enjoined from: (a) asserting any Claim against the Debtors that (i) is in an amount that exceeds the amount, if any, that is set forth in the Schedules as undisputed, noncontingent, and unliquidated or (ii) is of a different nature or in a different classification (any such claim referred to as an "Unscheduled Claim")

and (b) voting upon, or receiving distributions under, any plan or plans of reorganization in these chapter 11 cases in respect of an Unscheduled Claim; and the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to such Unscheduled Claim.

Id.

38. Similarly, the notice of the General Bar Date (the "Bar Date Notice") that was approved by this Court and served on the Claimant provided in relevant part:

CONSEQUENCES OF FAILURE TO FILE PROOF OF CLAIM Any creditor that is required to file but fails to file a proof of claim for its Claim in accordance with the procedures set forth herein on or before the General Bar Date, the Governmental Bar Date, or such other date established hereby (as applicable) shall be forever barred, estopped, and enjoined from: (a) asserting any Claim against the Debtors that (i) is in an amount that exceeds the amount, if any, that is set forth in the Schedules as undisputed, noncontingent, and unliquidated or (ii) is of a different nature or in a different classification (any such claim referred to as an "Unscheduled Claim") and (b) voting upon, or receiving distributions under, any plan or plans of reorganization in these chapter 11 cases in respect of an Unscheduled Claim; and the Debtors and their property shall be forever

discharged from any and all indebtedness or liability with respect to such Unscheduled Claim. If it is unclear from the Schedules and Statements whether your Claim is disputed, contingent or unliquidated as to amount or is otherwise properly listed and classified, you must file a proof of claim on or before the General Bar Date. Any Entity that relies on the Schedules and Statements bears responsibility for determining that its Claim is accurately listed therein.

Bar Date Notice, at p. 5 (emphasis in original).

39. As this court has recognized, bar dates for asserting claims in chapter 11 bankruptcy cases serve extremely important purposes. In re Circuit City Stores, Inc., Case No. 08-35653 (KRH) (Bankr. E.D. Va. Feb. 4, 2010) (denying motion for allowance of late filed administrative claim). "The requirement of a Bar Date in Chapter 11 enables the debtor . . . to establish the universe of claims with which it must deal and the amount of those claims." Id. (quoting In re A.H. Robins Co., Inc., 129 B.R. 457, 459 (Bankr. E.D. Va. 1991)). Premised on the imperative purpose of finality of asserting claims against a debtor, courts have not allowed claims filed by creditors after the bar date, absent special circumstances. See Id. (citing In re

Provident Hosp., Inc., 122 B.R. 683, 685 (D. Md. 1990), aff'd, 943 F.2d 49 (4th Cir. 1991) (unpublished opinion) ("Because Bean did not timely file his bankruptcy claim after having been given constitutionally sufficient notice, his claim is barred under well-settled authority, 11 U.S.C. 1141(d) and Bankruptcy Rule 3003(c)(2).").

40. While the Claim may have been filed prior to the Administrative Bar Date, it was filed in the present cases after the General Bar Date. Here, there is no dispute that the Claimant was served with the General Bar Date Notice. Accordingly, if the Claim is reclassified as a general unsecured claim, the reclassified Claim should be subsequently disallowed pursuant to the Claims Bar Date Order and applicable law.

41. This Court has previously granted similar relief in these chapter 11 cases. See, e.g., In re Circuit City Stores, Inc., Case No. 08-35653(KRH) (Bankr. E.D. Va. Jul. 20, 2009)(D.I.s 4169, 4170).

42. For the foregoing reasons, the Debtors respectfully request that the Court grant this Motion

and sustain the Objection to the extent set forth herein.

RESERVATION OF RIGHTS

43. At this time, the Debtors have not completed their review of the validity of all claims/expenses filed against their estates, including the Claim. Accordingly, if the Claim is not reclassified and disallowed, the Claim may be the subject of additional subsequently filed objections. To that end, the Debtors reserve the right to further object to any and all claims, whether or not the subject of the Objection or this Motion, for allowance, voting, and/or distribution purposes, and on any grounds that bankruptcy or non-bankruptcy law permits. Furthermore, the Debtors reserve the right to modify, supplement and/or amend the Objection and this Motion as it pertains to the Claim or the Claimant herein.

NOTICE

44. Notice of this Motion has been provided to Claimant and to parties in interest in accordance with the Supplemental Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007,

and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management and Administrative Procedures (D.I. 6208; the "Case Management Order").

WAIVER OF MEMORANDUM OF LAW

45. Pursuant to Local Bankruptcy Rule 9013-1(G), and because there are no novel issues of law presented in this Motion, the Debtors request that the requirement that all motions be accompanied by a written memorandum of law be waived.

NO PRIOR RELIEF

46. No previous request for the relief sought herein has been made to this Court or any other court.

CONCLUSION

WHEREFORE, the Debtors request the Court to enter an Order granting this Motion and thereby sustaining the Objection with respect to the Claim and granting such other and further relief as the Court deems appropriate.

Dated: Richmond, Virginia SKADDEN, ARPS, SLATE, MEAGHER & February 22, 2010 FLOM, LLP
Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
P.O. Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
Chris L. Dickerson, Esq.
155 North Wacker Drive
Chicago, Illinois 60606-7120
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel for Debtors and Debtors in Possession

EXHIBIT A

(Order)

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
155 North Wacker Drive
Chicago, Illinois 60606-1720
(312) 407-0700

Counsel to the Debtors and
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**ORDER GRANTING DEBTORS' MOTION FOR SUMMARY JUDGMENT ON
THE THIRTY-FIRST OMNIBUS OBJECTION TO CLAIMS
(DISALLOWANCE OF CERTAIN LEGAL CLAIMS) WITH RESPECT TO
CLAIM OF FRANKLIN SPENCER WILSON**

Upon the Debtors' motion for summary judgment
(the "Motion"), pursuant to Bankruptcy Code section 105,
502 and 503, Bankruptcy Rules 2002, 3007, 7056, 9007 and
9014 of the Federal Rules of Bankruptcy Procedure (the

"Bankruptcy Rules") and Civil Rule 56, on the Thirty-First Omnibus Objection to Claims (Disallowance of Certain Legal Claims) with respect to the Claim (as defined herein) of Franklin Spencer Wilson, attached as Exhibit B to the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is GRANTED.
2. The Thirty-First Omnibus Objection with respect to claim number 13340 (the "Claim") filed by Franklin Spencer Wilson is SUSTAINED.
3. The Claim is disallowed in its entirety.
4. To the extent that this Order conflicts with the Order on Debtors' Thirty-First Omnibus

Objection to Claims (Disallowance of Certain Legal Claims) (D.I. 5294), this Order shall control.

5. The Debtors shall serve a copy of this Order on Franklin Spencer Wilson on or before five (5) business days from the entry of this Order.

6. This Court shall retain jurisdiction with respect to all matters arising from or related to this Order.

Dated: Richmond, Virginia
_____, 2010

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
P.O. Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -

/s/ Douglas M. Foley
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel for Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

EXHIBIT B

(The Claim)

TO: CIRCUIT CITY STORES, INC

46 KURTZMAN CARSON CONSULTANTS LLC
 2335 ALASKA AVE.
 EL SEGUNDO, CA. 90245

FROM: FRANKLIN SPENCER WILSON
 2 HIGHLAND STREET
 PORT CHESTER, NY 10573

RECEIVED

JUN 11 2009

KURTZMAN CARSON CONSULTANTS

DEM DEMS



0835653090611000000000174

I AM NOT A LAWYER BUT BY
 DOING THE BEST I CAN IN REPRESENTATION
 MYSELF - IN THIS MATTER OF ADMINISTRATIVE
 EXPENSES - BY ORDER OF THE UNITED STATES
 BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF
 VIRGINIA DATED MAY 15, 2009.

THERE IS ONLY ONE DEBTOR ON THE LIST
 OF DEBTORS AND DEBTORS IN POSSESSION:

LIST OF DEBTORS

1. CIRCUIT CITY STORES, INC (3875)

9. FOR HAVING, WITHOUT MY ASKING
 THEM TO, ERASED ALL MY NEWLY STARTED
 E-BAY FILES OF

④ Bought Diamond Lots, Petroleum (44)
 DISCOVERYS, OIL PAINTINGS BY
 VINCENT VAN GELFT AND LODE GOLD
 DISCOVERYS.

⑤ MALICIOUS DISMANTLING OF A
 CORNER LCD MOUNTING LEAVING
 THE SCREWS OUT CAUSING DAMAGE
 TO MY COMPUTER WHEN I LIFTED

THE LAPTOP BY THE LCD MONITOR.

③ FORMATTING THE WINDOWS LEAVING ME
TOTALLY DISCONNECTED FROM MY WEB SITE
AND PUTTING ME OUT OF BUSINESS
COMPLETELY, FORCING ME TO TAKE TIME
OUT TO LEARN SAME COMPUTER TECHS SO I
COULD HELP MYSELF.

THE LAPTOP: COMPAQ PRESARIO 1700

S/N 3892B474

④ THIS INCIDENT BY CIRCUIT CITY COMPUTER
TECHS COST ME FOUR YEARS COMPLETELY OUT
OF BUSINESS.

⑤ I FIRED MY CLADY AGAINST CIRCUIT
CITY NO LESS THAN TWO YEARS BEFORE
THEY FIRED FOR BANKRUPTCY

⑥ THE ONLY LEADS THAT SAY WHAT THIS
MALICIOUS, VIOLENT ACT BY CIRCUIT CITY
COMPUTER TECHS ARE: THEY DESTROYED ME.

THE LEGAL AND FACTUAL BASIS FOR THE RECEIVED
ADMINISTRATIVE EXPENSE JUN 11 2009

FACT: I COULD NOT CARRY OUT MY BUSINESS
ON E-BAY: I WAS STRIPPED BY CIRCUIT
CITY'S MALICIOUS COMPUTER TECHS
TERMINATING MY WINDOWS XP PROFESSIONAL
AND ERASING ALL MY NEWLY
INSTALLED E-BAY FILES

LEGAL: BECAUSE OF THIS WILLFUL, MALICIOUS
DESTROYING ACT AGAINST MY COMPAQ PRESARIO

KURTZMAN CARSON CONSULTANTS

AND MY THEN (COMPANY) THE 20TH CENTENNIAL
 ISSUE LTD - EIN 13-471316: THE CASE STATES
 THAT CIRCUIT CITY MUST COMPENSATE
 ME FOR THE APPROXIMATE EXPENSE, THE
 APPROXIMATE AMOUNT OF DAMAGES, FOR BREACH OF
 PERFORMANCE GIVING RISE TO PAYMENT OF A
 REASONABLE ESTIMATE OF FINANCIAL LOSS
 BROUGHT UPON FRANKLIN WILSON: IN CONSIDERATION
 THAT THE DEVASTATING & EMOTIONAL TRAUMA
 AND SUFFERING BROUGHT UPON FRANKLIN
 WILSON - HAVING BEEN PUT OUT OF BUSINESS
 BY CIRCUIT CITY MALICIOUS COMPUTER TEKS.
 — I FEEL THAT THE AMOUNT I ASKED OF
 THE COURT, \$10,000,000: THE BUSINESS THAT I AM
 BRINGING TO THE CAYSTRY PETROLEUM DISCOVERY,
 IN THE NEW YORK LONG ISLAND BOYD BY
 MYSELF AND THE VINCENT VAN GOGH AUCTIONS
 AS WELL AS BROUGHT DIAWOOD LOT AUCTIONS
 N.Y. LONG GOLD DISCOVERYS - CANCERS AT
 ANY DAY IT IS UNKNOWN OR NOT THE
 AMOUNT ASKED IS REASONABLE AND APPROPRIATE,
 LEADING THAT TO THE JUDGEMENT OF THE
 COURT.

RECEIVED

JUN 11 2009

KURTZMAN CARSON CONSULTANTS

FRANKLIN S. Wilson
 FSL LTD
 PETROLEUM
 EIN 13-471316

Franklin S. Wilson
 JUNE 4, 2009

EXHIBIT C

(The Complaint)

08/35653-KRH Doc 6590 Filed 02/22/10 Entered 02/22/10 18:11:34 Document Page 31 of 38

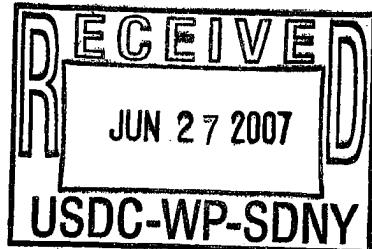
Court

SOUTHERN DISTRICT 08/07/00 00285

WEDGE WOOD

FRANKLIN WILSON
COMPLAINANT

CIRCUIT CITY
WHITE PLAINS
DEFENDANT



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT

FRANKLIN WILSON
COMPLAINANT

✓ CIRCUIT CITY
WHITE PLAINS, NY.
DEFENDANT

COMPLAINT:

MALICIOUS TAMPERING WITH SOFTWARE
AND HARDWARE AND FRAUD - DAMAGES

Your Honor,

A FEW DAYS PRIOR TO APRIL 2, 2007
I BROUGHT MY COMPAQ PRESARIO 1700 TO CIRCUIT
CITY'S COMPUTER TECHNICAL SERVICES AND REPAIR
REQUESTING OF THEM ONLY TO REMOVE, UNINSTALL
THE SOFTWARE NORTON VIRUS SCAN THAT HAD
APPARENTLY TAKEN CONTROL OF MY COMPUTER AND
I WAS FINDING IT IMPOSSIBLE FOR ME TO
UNINSTALL THE TECHNICIAN TOLD ME HE WOULD
PROBABLY HAVE TO FORMAT THE ENTIRE COMPUTER.
I ASKED HIM IF HE WOULD SAVE THE FILES I HAD
ON THE COMPUTER MAKING BACK UP CD'S, HE SAID
HE DIDN'T THINK HE COULD. YOUR HONOR UP TO THE
MOMENT I HANDED MY COMPUTER TO THIS
TECHNICIAN IT WAS WORKING PERFECTLY.

YOUR HONOR THE DAY I WENT TO PICK UP
MY COMPUTER AT CIRCUIT CITY THE TECHNICIAN
TOLD ME HE AND HIS CO-WORKER "DETECTED A, THE
HARD DRIVE WAS DEFECTIVE AND PROBABLY WOULD
LAST THREE MONTHS AND THAT BECAUSE OF THIS HE
COULD GET WINDOWS BACK ON "AND" OFFERED FOR
GET A NEW HARD DRIVE WELL INSTALL IT FOR YOU
FREE SINCE YOU ALREADY PAID FOR ---- I CAN'T
REMEMBER WHAT HE SAID HERE.

YOUR HONOR WHEN I PLUGGED MY COMPUTER IN AND
TURNED IT ON I FOUND I WAS UNABLE TO "SET UP"
OR CONFIGURE, I COULD NOT DO ANYTHING TO
IT OR WITH IT, I COULD NOT GET PASS THE BIOS
SET UP.

I WENT BACK TO THE TECHNICIAN AT CIRCUIT
CITY WHO TOLD ME "SEE THAT'S THE DEFECTIVE
HARD DRIVE." I WENT TO A TECHNICIAN AT RADIOSHACK
WHO TOLD ME "THAT'S NOT YOUR HARD DRIVE, HE DID
SOMETHING TO YOUR COMPUTER."

YOUR HONOR AFTER WORKING ON ANOTHER
MY COMPUTER WITH WINDOWS FIREWALL, I REALIZED
MY COMPUTER WAS BLOCKING ME OUT THE SAME
WAY WINDOWS FIREWALL BLOCKS ILLEGITIMATE
USERS OUT. SO I REQUESTED OF MICROSOFT TO
HAVE REMOTE ACCESS FIND OUT IF CIRCUIT CITY
HAD SET UP A FIREWALL IN MY COMPUTER
AND CHANGED MY ACCOUNT TYPE FROM ADMINISTRATOR
TO USER BLOCKING ME OUT OF MY OWN

MICROSOFT TOLD ME, "WE HAVE SUCCESSFULLY ENTERED YOUR COMPUTER AND HAVE FOUND NOTHING WRONG WITH IT, THERE IS NO DEFECTIVE HARD DRIVE"

MICROSOFT POINTED TO "MALICIOUS SOFTWARE AND HARDWARE TAMPERING - INTENTIONAL HUMAN MISUSE."

I WENT BACK AGAIN TO CIRCUIT CITY WITH THESE MICROSOFT FINDINGS TO THE MANAGER WHO EXPRESSED DISBELIEF AT WHAT I TOLD HIM THE TECHNICIAN HAD WRITTEN ON THE WORK ORDER "THIS PIECE OF SH-- GOLD COMPUTER". THE MANAGER TOLD ME AFTER VIEWING THE RECEIPT THAT CIRCUIT CITY WOULD UNDO AND CORRECT THIS WRONG DOING TO ME.

YOUR HONOR I STICK TO MY VISITING THE MANAGER ON LOOKING AT THE NOW FADED (DISAPPEARING INK) RECEIPT I COULD SEE VAGUELY MAKE OUT THAT INDEED WITHOUT MY ASKING THE TECHNICIAN HAD INSTALLED FIREDOG, A FIREWALL ON MY COMPUTER.

YOUR HONOR THIS MALICIOUS AND COLD HEARTLESS ACT HAS FOR THREE MONTHS TOTAL DESTROYED ANY EFFORTS OF MINE TO MAKE A LIVING ON E.BAY AND SEVERE DEPRESSION SO I AM ASKING THAT THIS COURT ORDER ~~CITY~~ CIRCUIT CITY TO COMPENSATE ME FOR THE DAMAGE THEY BROUGHT ON ME TEN MILLION DOLLARS, \$10,000,000.00. THANK YOU YOUR HONOR.



COPY OF
ORIGINAL

04 02 07

Ticket Number 8958

← TICKET # 369600947297
(97)

FIREDOG PC INSTALL

~~SECURE INSTALL 10.00~~

TOTAL - 103.95

8958 INSTALL - 69.99

TECH 30 29.99

ILLEGAL
DISAPPEARING INK

(97) 369600771111
~~SEARCHED INDEXED SERIALIZED FILED~~
FIREDOC PC INSTANT

SEARCHED INDEXED SERIALIZED FILED
2/22/10
TECH 30
10795

8958 INSTANT 69.49
2/9/10
TECH 30

TELEGAN
DISAPPEARING INK

Smart City Stores, Inc.
Store 366
226 MAIN STREET
West Plains, MO 65761-2407
(914) 272-1066

16-27-04 06/14/07

Sold to:

07-9 Date 04/02/07



WE'RE WITH YOU!

Customer Info
Report

Salesperson:

S. EDWARDS

Customer ID:

16-27-04

Customer Name:

Smart City Stores

Customer Address:

226 Main Street

Customer City:

West Plains

Customer State:

MO

Customer Zip:

65761

Customer Phone:

(914) 272-1066

Customer Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

Customer Tax Email:

Customer Tax ID:

Customer Tax Name:

Customer Tax Address:

Customer Tax City:

Customer Tax State:

Customer Tax Zip:

Customer Tax Phone:

EXHIBIT D

(The Amended Complaint)